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烟台北方安德利果汁股份有限公司

Yantai North Andre Juice Co., Ltd.*

(a joint stock limited company incorporated in the People's Republic of China)

(Stock code : 02218)

ANNOUNCEMENT

(A) POLL RESULTS OF

(I) THE ANNUAL GENERAL MEETING;

(II) THE SECOND CLASS MEETING FOR HOLDERS OF A SHARES;

(III) THE SECOND CLASS MEETING FOR HOLDERS OF H SHARES; AND

**(B) CHANGE IN DIRECTORS AND COMPOSITION OF
BOARD COMMITTEES**

The Board is pleased to announce that the resolutions as set out in the notice of the AGM, the notice of the Class Meeting for A Shares and the notice of the Class Meeting for Holders of H Shares were duly passed at the AGM, the Class Meeting for Holders of A Shares and the Class Meeting for Holders of H Shares held at 2:00 p.m., 3:00 p.m. and 3:30 p.m. on Thursday, May 26, 2022, respectively.

The board of directors (the “**Board**”) of Yantai North Andre Juice Co., Ltd.* (the “**Company**”) is pleased to announce the poll results of the annual general meeting of the Company for the year ended December 31, 2021 (the “**AGM**”), the 2022 second class meeting for Holders of A Shares (the “**Class Meeting for Holders of A Shares**”) and the 2022 second class meeting for Holders of H shares (the “**Class Meeting for Holders of H Shares**”) held at 2nd Floor Conference Room, Andre Building, No. 889 Xincheng Avenue, Muping District, Yantai City, Shandong Province, the People’s Republic of China (the “**PRC**”) at 2:00 p.m., 3:00 p.m. and 3:30 p.m. on Thursday, May 26, 2022, respectively. Unless the context requires otherwise, capitalized terms used in this announcement shall have the same meanings as those defined in the circular of the Company dated April 22, 2022 (the “**Circular**”).

All directors of the Company (the “**Directors**”) attended the AGM, the Class Meeting for Holders of A Shares and the Class Meeting for Holders of H Shares. In compliance with the requirements of the Hong Kong Listing Rules and the Articles of Association, the Company appointed Da Hua Certified Public Accountants LLP (the auditors of the Company), the Shareholder representative of the Company, the supervisor representative of the Company and Beijing Dentons Law Offices, LLP (the PRC legal adviser of the Company) to act as the scrutineers for the vote-taking at the AGM and Class Meetings.

* *For identification purposes only*

POLL RESULTS OF THE AGM

The total number of issued shares of the Company as of the date of the AGM was 357,700,000 Shares, being the total number of shares entitling the Shareholders to attend and vote on the resolutions proposed at the AGM. There were no shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions at the AGM as set out in Rule 13.40 of the Hong Kong Listing Rules. Pursuant to the Shanghai Listing Rules, Uni-President China Holdings, Guangzhou President Enterprises Corp.* (廣州統一企業有限公司), Chengdu President Enterprises Food Co., Ltd.* (成都統一企業食品有限公司), China Pingan Investment Holdings Limited, Hongan International Investment Co. Ltd. (弘安國際投資有限公司), Shandong Andre Group Co., Ltd.* (山東安德利集團有限公司), Donghua Fruit Industry Co., Ltd. and Mitsui shall abstain from voting at the AGM for the resolution in relation to the estimates for daily related party transactions of the Company in 2022. Save as disclosed above, no Shareholder was required to abstain from voting on the proposed resolutions at the AGM.

The Shareholders, holding an aggregate of 297,769,280 shares with voting rights, representing 83.2455% of the total shares with voting rights of the Company, were present (either in person, by proxies or through casting vote on the internet) at the AGM.

The AGM was convened and conducted in compliance with the requirements of the Company Law of the PRC and the Articles.

The Shareholders present at the AGM considered and approved the following resolutions by way of poll, which represents a combination of onsite voting and online voting:

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	To consider and approve the report of the board of directors of the Company for the year ended December 31, 2021.	297,769,280 100%	0 0%	0 0%
2.	To consider and approve the report of the supervisory committee of the Company for the year ended December 31, 2021.	297,769,280 100%	0 0%	0 0%
3.	To consider and approve the annual report of the Company for the year ended December 31, 2021.	297,769,280 100%	0 0%	0 0%
4.	To consider and approve the profit distribution plan for the year ended December 31, 2021.	297,769,280 100%	0 0%	0 0%

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
5.	To consider and approve the resolution in relation to the remuneration of Directors and supervisors of the Company for the year ending December 31, 2022.	297,769,280 100%	0 0%	0 0%
6.	To consider and approve the resolution in relation to re-appointment of Da Hua Certified Public Accountants as the external auditors of the Company for the year ending December 31, 2022 and authorization to the Board to determine their remuneration.	297,769,280 100%	0 0%	0 0%
7.	To consider and approve the resolution in relation to re-election of non-independent directors of the eighth session of the board of directors of the Company:	/		
7.1	To consider and approve the re-election of Mr. Wang An as an executive director;	297,416,881 99.8817%	0 0%	0 0%
7.2	To consider and approve the re-election of Mr. Zhang Hui as an executive director;	297,416,881 99.8817%	0 0%	0 0%
7.3	To consider and approve the re-election of Mr. Wang Yan Hui as an executive director; and	297,416,881 99.8817%	0 0%	0 0%
7.4	To consider and approve the re-election of Mr. Liu Tsung-Yi as a non-executive director.	297,416,980 99.8817%	0 0%	0 0%
8.	To consider and approve the resolution in relation to re-election or appointment of independent non-executive directors of the eighth session of the board of directors of the Company:	/		
8.1	To consider and approve the appointment of Mr. Gong Fan as an independent non-executive director;	297,416,881 99.8817%	0 0%	0 0%
8.2	To consider and approve the appointment of Ms. Wang Yan as an independent non-executive director; and	297,416,881 99.8817%	0 0%	0 0%
8.3	To consider and approve the re-election of Mr. Li Yao as an independent non-executive director.	297,416,980 99.8817%	0 0%	0 0%

Ordinary Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
9.	To consider and approve the resolution in relation to election of Shareholder representative supervisors of the eighth session of the supervisory committee of the Company:	/		
9.1	To consider and approve the appointment of Mr. Huang Lian Bo as a Shareholder representative supervisor; and	297,416,881 99.8817%	0 0%	0 0%
9.2	To consider and approve the appointment of Mr. Wang Bo as a Shareholder representative supervisor.	297,416,980 99.8817%	0 0%	0 0%
10.	To consider and approve the resolution in relation to the estimates for daily related party transactions of the Company in 2022.	31,670,400 100%	0 0%	0 0%
Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
11.	To consider and approve the resolution in relation to change in registered capital and amendments to the Articles of Association.	297,769,280 100%	0 0%	0 0%
12.	To consider and approve the resolution in relation to the general mandate to be granted to the Board to repurchase H Shares.	297,769,280 100%	0 0%	0 0%

Note: Based on the total number of shares held by the Shareholders who voted at the AGM in person or by proxy, 67,233,280 shares were voted for the resolution 10. Among which, 35,562,880 shares voted for such resolution were held by Hongan International Investment Co. Ltd. (弘安國際投資有限公司) and Mitsui, who were required to abstain from voting on the resolution 10 in accordance with the Shanghai Listing Rules. Accordingly, such 35,562,880 shares were not counted for the purpose of calculating the votes for the resolution 10, and 31,670,400 shares in total were counted for calculating the votes for the resolution 10.

As more than half of the votes were cast in favor of resolutions 1 to 10, such resolutions were passed as ordinary resolutions at the AGM. As more than two-thirds of the votes were cast in favor of resolutions 11 to 12, such resolutions were passed as special resolutions at the AGM.

For details of the aforesaid resolutions, the Shareholders may refer to the notice of the AGM dated April 22, 2022 and the Circular.

POLL RESULTS OF THE CLASS MEETING FOR HOLDERS OF A SHARES

The total number of issued A Shares as of the date of the Class Meeting for Holders of A Shares were 270,536,000 Shares, being the total number of shares entitling Holders of A Shares to attend and vote on the resolutions proposed at the Class Meeting for Holders of A Shares. There were no shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions at the Class Meeting for Holders of A Shares as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required to abstain from voting on the proposed resolutions at the Class Meeting for Holders of A Shares.

Holders of A Shares, holding an aggregate of 250,969,400 A Shares with voting rights, representing 92.7675% of the total A Shares with voting rights of the Company were present (in person, by proxies or through casting online vote) at the Class Meeting for Holders of A Shares.

The Class Meeting for Holders of A Shares was convened and conducted in compliance with the requirements of the Company Law of the PRC and the Articles.

The Shareholders present at the Class Meeting for Holders of A Shares considered and approved the following resolutions by way of poll, which represents a combination of onsite voting and online voting:

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	To consider and approve the resolution in relation to change in registered capital and amendments to the Articles of Association.	250,969,400 100%	0 0%	0 0%
2.	To consider and approve the resolution in relation to the general mandate to be granted to the Board to repurchase H Shares.	250,969,400 100%	0 0%	0 0%

As more than two-thirds of the votes were cast in favor of the above resolutions, such resolutions were passed as special resolutions at the Class Meeting for Holders of A Shares.

For details of the aforesaid resolutions, the Shareholders may refer to the notice of meeting and other relevant documents published by the Company on the website of the Shanghai Stock Exchange at www.sse.com.cn.

POLL RESULTS OF THE CLASS MEETING FOR HOLDERS OF H SHARES

The total number of issued H Shares as of the date of the Class Meeting for Holders of H Shares was 87,164,000 Shares, being the total number of shares entitling of Holders of H Shares to attend and vote on the resolutions proposed at the Class Meeting for Holders of H Shares. No Shareholder was restricted from voting on the proposed resolutions at the Class Meeting for Holders of H Shares. There were no Shares entitling the Shareholders to attend and abstain from voting in favor of the resolutions at the Class Meeting for Holders of H Shares as set out in Rule 13.40 of the Hong Kong Listing Rules. No Shareholder was required to abstain from voting on the proposed resolutions at the Class Meeting for Holders of H Shares.

Holders of H Shares, holding an aggregate of 46,799,880 H Shares with voting rights, representing 53.6918% of the total H Shares with voting rights of the Company, were present (either in person or by proxies) at the Class Meeting for Holders of H Shares.

The Class Meeting for Holders of H Shares was convened and conducted in compliance with the requirements of the Company Law of the PRC and the Articles.

The Shareholders present at the Class Meeting for Holders of H Shares considered and approved the following resolutions by way of poll (onsite voting):

Special Resolutions		Number of votes cast and approximate percentage of total number of votes cast (%)		
		For	Against	Abstain
1.	To consider and approve the resolution in relation to change in registered capital and amendments to the Articles of Association.	46,799,880 100%	0 0%	0 0%
2.	To consider and approve the resolution in relation to the general mandate to be granted to the Board to repurchase H Shares.	46,799,880 100%	0 0%	0 0%

As more than two-thirds of the votes were cast in favor of the above resolutions, such resolutions were passed as special resolutions at the Class Meeting for Holders of H Shares.

For details of the aforesaid resolutions, the Shareholders may refer to the notice of the Class Meeting for Holders of H Shares dated April 22, 2022 and the Circular.

CHANGE IN DIRECTORS AND COMPOSITION OF BOARD COMMITTEES

As disclosed in the Circular, the resignation of Mr. Jiang Hongqi as an independent non-executive Director and the chairman of each of the audit and review committee, the remuneration and review committee, the nomination committee and the strategic committee of the Company, and the

resignation of Mr. Li Wei as an independent non-executive Director of the Company and a member of the audit and review committee of the Company was effective on May 26, 2022. Mr. Jiang Hongqi and Mr. Li Wei have confirmed that there is no disagreement between them and the Board, and there is no matter that needs to be brought to the attention of the Shareholders. The Board would like to express its sincere gratitude to Mr. Jiang Hongqi and Mr. Li Wei for their contribution to the Company during their tenure of office.

The Board is pleased to announce that Mr. Gong Fan and Ms. Wang Yan have been appointed as independent non-executive Directors with effect from May 26, 2022. The appointments of chairmen and members of the Board committees will be considered and approved by the Board at the Board meeting to be held following the AGM and Class Meetings on May 27, 2022. For the biographical details of Mr. Gong Fan and Ms. Wang Yan and other information disclosed in accordance with Rule 13.51(2) of the Hong Kong Listing Rules, please refer to the Circular. As of the date of this announcement, there was no change in those disclosed information.

By order of the Board
Yantai North Andre Juice Co., Ltd.
Wang An
Chairman

Yantai, the PRC, May 26, 2022

As of the date of this announcement, the executive Directors are Mr. Wang An, Mr. Zhang Hui and Mr. Wang Yan Hui, the non-executive Director is Mr. Liu Tsung-Yi, and the independent non-executive Directors are Mr. Gong Fan, Ms. Wang Yan and Mr. Li Yao.

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